

Shawn Curry
ChairpersonDaniel Hopkins
Vice-ChairpersonPaul Swanlund
SecretaryElizabeth Holleb
TreasurerLee Catavu
TrusteeMark Poulos
TrusteeMichael Inman
TrusteePhil Suess
TrusteeBrad Cole
Trustee

**ILLINOIS POLICE OFFICERS' PENSION INVESTMENT FUND
BOARD OF TRUSTEES REGULAR MEETING MINUTES**

FRIDAY, MAY 28, 2021 AT 9:00 A.M.

A regular meeting of the Board of Trustees of the Illinois Police Officers' Pension Investment Fund was held through the Zoom digital platform in accordance with Executive Order 2021-09 issued by Governor Pritzker and Public Act 101-0640. Members of the public were invited to participate remotely or in person pursuant to the meeting notice and agenda.

TRUSTEES PRESENT: Shawn Curry
Daniel Hopkins (*Joined at 9:07 a.m.*)
Paul Swanlund
Elizabeth Holleb
Phil Suess
Brad Cole
Lee Catavu
Mark Poulos
Michael Inman

TRUSTEES ABSENT: None

OTHERS PRESENT: Richard White, Interim Executive Director
Kent Custer, Chief Investment Officer
Rick Reimer, General Counsel, Reimer Dobrovolny & LaBardi PC
Joe Burns, Fiduciary Counsel, Jacobs Burns Orlove & Hernandez, LLP
Taylor Muzzy, Fiduciary Counsel, Jacobs Burns Orlove & Hernandez, LLP
AJ Weber, Chief Financial Officer, Lauterbach & Amen, LLP
Stephanie Masson, Lauterbach & Amen, LLP
Megan Holford, Human Resources, Lauterbach & Amen, LLP
Allie Rysell, Plan Administrator, Foster & Foster, Inc.
Members of the Public

CALL TO ORDER: Chairperson Curry called the meeting to order at 9:02 a.m.

ROLL CALL: As reflected above.

MEETING MINUTES: *Review/Accept – January 29, 2021 Audit Committee Meeting Minutes:* The Board reviewed the approved minutes from the January 29, 2021 Audit Committee meeting. A motion was made by Trustee Holleb and seconded by Trustee Poulos to accept the January 29, 2021 Audit Committee meeting minutes. Motion carried by roll call vote.

AYES: Trustees Curry, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: Trustee Hopkins

Review/Accept – March 30, 2021 Governance Committee Meeting Minutes: The Board reviewed the approved minutes from the March 30, 2021 Governance Committee meeting. A motion was made by Trustee Catavu and seconded by Trustee Poulos to accept the March 30, 2021 Governance Committee meeting minutes. Motion carried by roll call vote.

AYES: Trustees Curry, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: Trustee Hopkins

Review/Approve – April 9, 2021 Board Meeting Minutes: The Trustees reviewed the minutes from the April 9, 2021 Board meeting. A motion was made by Trustee Curry and seconded by Trustee Poulos to approve the minutes from the April 9, 2021 Board meeting. Motion carried by roll call vote.

AYES: Trustees Curry, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: Trustee Hopkins

Review/Approve – April 23, 2021 Board Meeting Minutes: The Trustees reviewed the minutes from the April 23, 2021 Board meeting. A motion was made by Trustee Suess and seconded by Trustee Poulos to approve the minutes from the April 23, 2021 Board meeting. Motion carried by roll call vote.

AYES: Trustees Curry, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: Trustee Hopkins

Review/Accept – April 23, 2021 Audit Committee Meeting Minutes: The Board reviewed the approved minutes from the April 23, 2021 Audit Committee meeting. A motion was made by Trustee Holleb and seconded by Trustee Poulos to accept the April 23, 2021 Audit Committee meeting minutes. Motion carried by roll call vote.

AYES: Trustees Curry, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: Trustee Hopkins

Semi-Annual Review of Closed Session Meeting Minutes: The Board discussed the closed session meeting minutes and the process of releasing them with Attorney Reimer. The Board tabled action until the next meeting.

Trustee Hopkins joined the meeting at 9:07 a.m.

COMMITTEE REPORTS: *Audit and Budget Committee:* Committee Chairperson Holleb noted that a memorandum prepared by Executive Director White was included in the agenda packet for the Board's review, which summarized the Committee's activities. The Committee requested Board action on the amended Audit and Budget Committee Policy (PP-2020-09).

Audit and Budget Committee Policy (PP-2020-09): Committee Chairperson Holleb reviewed the amended Audit and Budget Committee Policy (PP-2020-09) with the Board. The Committee revised

the policy to include budget responsibilities, as directed by the Board at the February 26, 2021 Board meeting. A motion was made by Trustee Holleb and seconded by Trustee Suess to approve the amended Audit and Budget Committee Policy (PP-2020-09). Motion carried unanimously by roll call vote.

AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: None

Contract Committee: Committee Chairperson Suess informed the Trustees that he did not have any updates to review with the Board.

Election Committee: Committee Chairperson Inman informed the Trustees that he did not have any updates to review with the Board.

Governance Committee: Committee Chairperson Poulos informed the Trustees that he did not have any updates to review with the Board.

Legislative Committee: Committee Chairperson Curry informed the Trustees that he did not have any updates to review with the Board.

EXECUTIVE DIRECTOR'S REPORT: *Human Resources:* Executive Director White reviewed a memorandum dated May 28, 2021 regarding "Human Resources" with the Board. Executive Director White requested Board action on the approval of two employee job descriptions and salary ranges, along with an employee benefits package for IPOPIF employees.

Adopt Job Descriptions and Proposed Salary Ranges: Executive Director White reviewed the Administrative Manager Job Description (PP-2021-04) and the Administrative Coordinator Job Description (PP-2021-05) with the Board along with the proposed salary ranges for both positions. Ms. Holford reviewed the New Role Compensation Analysis for both positions that included comparable compensation for similar administrative positions in Illinois. All questions were answered by Executive Director White and Ms. Holford.

Trustee Holleb requested that the Chief Financial Officer/Chief Administrative Officer (CFO/CAO) job description and salary range is prepared for Board review at the next meeting. Executive Director White noted that CFO/CAO job description and salary range will most likely not be available for Board review and action at the next meeting. He stated that the recruitment for the administrative positions will not begin until the IPOPIF office is established. He noted that the job description for the CFO/CAO position is in process and will be reviewed with the Board at a future meeting.

With no further discussion, a motion was made by Trustee Hopkins and seconded by Trustee Catavu to adopt the Administrative Manager Job Description (PP-2021-04) and the Administrative Coordinator Job Description (PP-2021-05) and salary ranges. Motion carried unanimously by roll call vote.

AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: None

Review/Adopt Employee Benefits Package: Executive Director White, CIO Custer, and Ms. Holford reviewed the benefits package plan options with the Board along with their recommendations.

Trustee Inman left the meeting at 9:40 a.m.

The Board discussed the proposed plan options for medical, dental, vision, life insurance, disability, and retirement. The Vacation & Sick Time Model vs. PTO Model was reviewed with the Board. The Board discussed the pending legislation that would amend the Illinois Municipal Retirement Fund (IMRF) Article of the Illinois Pension Code to permit IPOPIF employees to join IMRF as a defined benefit pension plan. All questions were answered by Executive Director White, CIO Custer, and Ms. Holford. A motion was made by Trustee Holleb and seconded by Trustee Hopkins to adopt Blue Cross Blue Shield as the IPOPIF's medical provider using the composite pricing model with the five plan structures that include the Large National Network PPO Plan, Tiered Large and Small PPO Network Plan, HSA-Compatible Large Network PPO, HSA-Compatible Small Network PPO, and HMO plan, using the cost-sharing model in which the Fund pays 100% of individual and 85% of family coverage based on the HSA Large PPO Plan. Motion carried by roll call vote.

AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Suess, and Cole
NAYS: None
ABSENT: Trustee Inman

The Board continued discussing dental and vision benefits, PTO, and retirement options. Executive Director White noted that the Fund cannot establish a group plan for dental and vision benefits until four full-time employees are hired. The Board will revisit benefit options for dental and vision benefits upon hiring four full-time employees. Further discussion will be held at a future meeting regarding PTO and retirement plan options.

Review/Discuss – Fiscal Year 2022 Budget: Executive Director White reviewed a memorandum dated May 28, 2021 regarding the “Fiscal Year 2022 Budget Review” with the Board. Committee Chairperson Holleb informed the Board that the Audit and Budget Committee reviewed the draft Fiscal Year 2022 Budget at their May 12, 2021 meeting. The revised Fiscal Year 2022 Budget dated May 17, 2021 was reviewed with the Board. The components of the Budget were reviewed in detail along with the proposed Budget review and approval schedule. All questions were answered by Executive Director White, Committee Chairperson Holleb, Ms. Masson, and CFO Weber. The Board provided feedback to the Audit and Budget Committee for consideration at their June 9, 2021 meeting. The Board will review the revised Fiscal Year 2022 Budget at the June 25, 2021 Board meeting.

Status Update – IPOPIF Office Location: Executive Director White reviewed a memorandum dated May 28, 2021 regarding the “Office Location and Office Space” with the Board. Executive Director White provided a status update regarding the research and selection process for an office location and space for the IPOPIF. He informed the Board that staff is developing a detailed analysis for the office location and space requirements for review at a future meeting. Executive Director White stated that Fiduciary Legal Counsel is providing guidance to assist staff with an analysis concerning prohibited

transactions as it relates to the proposed City of Peoria location. All questions were answered by Executive Director White. Further discussion will be held at the June 25, 2021 Board meeting.

TREASURER'S REPORT: Treasurer Holleb reviewed her memorandum dated May 21, 2021 regarding the "Treasurer's Report – IPOPIF Board Meeting May 28, 2021" with the Board.

Trustee Inman returned to the meeting at 11:17 a.m.

Monthly Financial Report – Review April 2021 Financial Statements: The April 30, 2021 Monthly Financial Report was reviewed with the Board as prepared by Lauterbach & Amen, LLP. The financial activities for the month of April were reviewed with the Board as well as the fiscal year of July 1st, through December 31st, including a comparison against the approved budget. As of April 30, 2021, the fiduciary net position restricted is \$146,612.54. A motion was made by Trustee Holleb and seconded by Trustee Suess to approve the April Monthly Financial Report. Motion carried unanimously by roll call vote.

AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: None

Review/Approve – May 28, 2021 Budget Amendments: CFO Weber reviewed the requested budget amendments with the Board. The requested amendments would increase the Fiscal Year 2021 Budget by \$189,369 to \$1,256,475 by way of Resolution 2021-03.

Review/Approve – Resolution 2021-03 Amending the Budget for the 2021 Fiscal Year: Executive Director White reviewed Resolution 2021-03, which will amend the Fiscal Year 2021 Budget for administrative services, Chief Investment Officer services, and General Investment Consultant services. A motion was made by Trustee Holleb and seconded by Trustee Poulos to approve Resolution 2021-03 Amending the Budget for the 2021 Fiscal Year. Motion carried unanimously by roll call vote.

AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: None

Review/Approve – Warrants #24 and #25, Summary of Payments: The Board reviewed Warrants #24 and #25 as prepared by Foster & Foster, Inc. The Board reviewed the Summary of Payments along with all corresponding invoices. The total amount due for the period May 15, 2021 – May 28, 2021 is \$72,235.40 and itemized as follows: Service provider invoices totaling \$67,878.15; Transamerica Retirement Solutions deposits related to the Executive Director's agreement in the amount of \$4,166.68; and Lake Forest Bank & Trust fees totaling \$190.57. A motion was made by Trustee Holleb and seconded by Trustee Suess to approve Warrants #24 and #25. Motion carried unanimously by roll call vote.

AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: None

Approval of Vendors and Purchases (If Needed): No vendor or purchase approvals were requested.

Review Loan Activity: Executive Director White reviewed the loan activity with the Board. As of April 30, 2021, the Fund has drawn down \$1,000,000 from the Illinois Finance Authority loan for operating purposes. Executive Director White noted that a draw of \$200,000 settled in May.

Other: There were no other items to report to the Board.

CHIEF INVESTMENT OFFICER'S REPORT: CIO Custer provided status updates to the Board regarding the Request for Proposal for Custodian Services, correspondence to Article 3 pension funds, the recruitment of an Investment Analyst/Officer, and project planning for the consolidation.

OLD BUSINESS: There was nothing outstanding to discuss.

NEW BUSINESS: Executive Director White stated that Governor Pritzker's Executive Order to allow Boards to meet remotely will expire on May 29, 2021. He informed the Board that in-person meeting arrangements are established for the month of June if remote meetings are no longer permitted. All questions were answered by Executive Director White.

LEGAL COUNSEL'S REPORT: *General Legal Counsel:* Attorney Reimer reviewed two FOIA requests received along with the responses. All questions were answered by Attorney Reimer.

Fiduciary Legal Counsel – Review/Approve Revised Resolution 2020-010, Indemnification of Members of the Board of Trustees and Officers, and Employees of the IPOPIF: Executive Director White reviewed a memorandum dated May 28, 2021 regarding "Fiduciary Legal Counsel Agenda Items" with the Board. Attorney Muzzy reviewed revised Resolution 2020-010 with the Board. All questions were answered by Attorneys Muzzy and Burns. A motion was made by Trustee Suess and seconded by Trustee Hopkins to approve the revised Resolution 2020-010. Motion carried unanimously by roll call vote.

AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: None

PUBLIC COMMENT: There were no comments from the public.

ADJOURNMENT: With no further business to discuss, a motion was made by Trustee Hopkins and seconded by Trustee Cole to adjourn the meeting at 12:27 p.m. Motion carried unanimously by roll call vote.

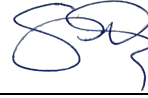
AYES: Trustees Curry, Hopkins, Swanlund, Holleb, Catavu, Poulos, Inman, Suess, and Cole
NAYS: None
ABSENT: None

Respectfully submitted by:



Allie Rysell, Plan Administrator
Foster & Foster, Inc.

Approved by:



Shawn Curry, Board Chairperson



Paul Swanlund, Board Secretary

Date Approved by the Board of Trustees: July 9, 2021

The next Board meeting of the Illinois Police Officers' Pension Investment Fund will be held on Friday, June 11, 2021 at 9:00 a.m. via the Zoom digital platform in accordance with Governor Pritzker's Executive Order in effect on the date and time of the meeting and Public Act 101-0640.